

Board of Governors of the Federal Reserve System

RSSD ID: 3124381



Consolidated Financial Statements for Bank Holding Companies—FR Y-9C

Report at the close of business as of the last calendar day of the quarter

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5(b)).

This report form is to be filed by bank holding companies with total consolidated assets of \$500 million or more. In addition, bank holding companies meeting certain criteria must file this report (FR Y-9C) regardless of size. See page 1 of the general instructions for further

information. However, when such bank holding companies own or control, or are owned or controlled by, other bank holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: Each bank holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Bank Holding Companies. The Consolidated Financial Statements for Bank Holding Companies are to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Consolidated Financial Statements for Bank Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Date of Report:

March 31, 2009

Month / Date / Year (BHCK 9999)

Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

COMMUNITY BANCORP

Legal Title of Bank Holding Company (TEXT 9010)
400 SOUTH 4TH STREET, SUITE 215

(Mailing Address of the Bank Holding Company) Street / P.O. Box (TEXT 9110)

LAS VEGAS

NV

89101

City (TEXT 9130)

State (TEXT 9200)

Zip Code (TEXT 9220)

Bank holding companies must maintain in their files a manually signed and attested printout of the data submitted.

Person to whom questions about this report should be directed:

For Federal Reserve Bank Use Only

RSSD ID

C.I.

S.F.

Name / Title (BHTX 8901)

Area Code / Phone Number (BHTX 8902)

FAX Number (BHTX 9116)

E-mail Address of Contact (BHTX 4086)

Report all Schedules of the Report of Income on a calendar year-to-date basis.

For Federal Reserve Bank Use Only

RSSD Number _____

S.F. _____

RSSD ID:

3124381

Dollar Amounts in Thousands

1. Interest income					
a. Interest and fee income on loans:					
(1) In domestic of ces:					
(a) Loans secured by 1–4 family residential properties	4435			261	1.a.(1)(a)
(b) All other loans secured by real estate	4436			14807	1.a.(1)(b)
(c) All other loans.....	F821			2100	1.a.(1)(c)
(2) In foreign of ces, Edge and Agreement subsidiaries, and IBFs	4059			0	1.a.(2)
b. Income from lease nancing receivables	4065			38	1.b.
c. Interest income on balances due from depository institutions ¹	4115			21	1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities).....	B488			41	1.d.(1)
(2) Mortgage-backed securities.....	B489			398	1.d.(2)
(3) All other securities.....	4060			199	1.d.(3)
e. Interest income from trading assets	4069			0	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020			137	1.f.
g. Other interest income	4518			115	1.g.
h. Total interest income (sum of items 1.a through 1.g)	4107			18117	1.h.
2. Interest expense					
a. Interest on deposits:					
(1) In domestic of ces:					
(a) Time deposits of \$100,000 or more	A517			2232	2.a.(1)(a)
(b) Time deposits of less than \$100,000.....	A518			8579	2.a.(1)(b)
(c) Other deposits	6761			1552	2.a.(1)(c)
(2) In foreign of ces, Edge and Agreement subsidiaries, and IBFs	4172			0	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase	4180			0	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures)	4185			224	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities	4397			0	2.d.
e. Other interest expense.....	4398			973	2.e.
f. Total interest expense (sum of items 2.a through 2.e)	4073			13560	2.f.
3. Net interest income (item 1.h minus item 2.f).....	4074			4557	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5).....	4230			45932	4.
5. Noninterest income:					
a. Income from duciary activities	4070			0	5.a.
b. Service charges on deposit accounts in domestic of ces	4483			328	5.b.
c. Trading revenue ²	A220			0	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886			0	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888			0	5.d.(2)
(3) Fees and commissions from annuity sales	C887			0	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386			0	5.d.(4)
(5) Income from other insurance activities.....	C387			0	5.d.(5)
e. Venture capital revenue.....	B491			0	5.e.
f. Net servicing fees.....	B492			8	5.f.
g. Net securitization income	B493			0	5.g.
h. Not applicable					
i. Net gains (losses) on sales of loans and leases	8560			0	5.i.
j. Net gains (losses) on sales of other real estate owned.....	8561			0	5.j.
k. Net gains (losses) on sales of other assets (excluding securities).....	B496			0	5.k.
l. Other noninterest income ³	B497			303	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	4079			639	5.m.

2. For bank holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.

3. See Schedule HI, memoranda item 6.

Schedule HI—Continued

Dollar Amounts in Thousands		BHCK				
6. a. Realized gains (losses) on held-to-maturity securities		3521			0	6.a.
b. Realized gains (losses) on available-for-sale securities		3196			0	6.b.
7. Noninterest expense:						
a. Salaries and employee benefits		4135			4746	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)		4217			1269	7.b.
c. (1) Goodwill impairment losses		C216			0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets		C232			0	7.c.(2)
d. Other noninterest expense ⁴		4092			4930	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)		4093			10945	7.e.
8. Income (loss) before income taxes and extraordinary items, and other adjustments (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e)		4301			-51681	8.
9. Applicable income taxes (foreign and domestic)		4302			0	9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)		4300			-51681	10.
11. Extraordinary items and other adjustments, net of income taxes ⁵		4320			0	11.
12. Net income (loss) attributable to bank holding company and noncontrolling (minority) interests (sum of items 10 and 11)		G104			-51681	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)		G103			0	13.
14. Net income (loss) attributable to bank holding company (item 12 minus item 13)		4340			-51681	14.

4. See Schedule HI, memoranda item 7.

5. Describe on Schedule HI, memoranda item 8.

MEMORANDA

Dollar Amounts in Thousands		BHCK				
1. Net interest income (item 3 above) on a fully taxable equivalent basis		4519			4664	M.1.
2. Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis		4592			-51574	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above)		4313			0	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above)		4507			195	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)		BHCK		Number		
		4150			271	M.5.
6. Other noninterest income (from Schedule HI, item 5.I, above) (only report amounts greater than \$25,000 that exceed 3% of Schedule HI, item 5.I):		BHCK				
a. Income and fees from the printing and sale of checks		C013			0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance		C014			89	M.6.b.
c. Income and fees from automated teller machines (ATMs)		C016			121	M.6.c.
d. Rent and other income from other real estate owned		4042			35	M.6.d.
e. Safe deposit box rent		C015			0	M.6.e.
f. Net change in the fair values of financial instruments accounted for under a fair value option		F229			0	M.6.f.
g. Bank card and credit card interchange fees		F555			0	M.6.g.
h. TEXT 8562 WIRE CHARGES		8562			35	M.6.h.
i. TEXT 8563 NET SWAP SETTLEMENT		8563			-59	M.6.i.
j. TEXT 8564		8564			0	M.6.j.

RSSD ID: 3124381

Schedule HI—Continued

MEMORANDA (continued)

Dollar Amounts in Thousands				BHCK				
7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$25,000 that exceed 3% of the sum of Schedule HI, item 7.d):								
a.	Data processing expenses.....			C017			270	M.7.a.
b.	Advertising and marketing expenses			0497			0	M.7.b.
c.	Directors' fees			4136			0	M.7.c.
d.	Printing, stationery, and supplies.....			C018			0	M.7.d.
e.	Postage			8403			0	M.7.e.
f.	Legal fees and expenses			4141			0	M.7.f.
g.	FDIC deposit insurance assessments.....			4146			1527	M.7.g.
h.	Accounting and auditing expenses.....			F556			409	M.7.h.
i.	Consulting and advisory expenses.....			F557			0	M.7.i.
j.	Automated teller machine (ATM) and interchange expenses.....			F558			0	M.7.j.
k.	Telecommunications expenses			F559			0	M.7.k.
l.	TEXT BOND & INSURANCE EXPENSE							
	8565			8565			192	M.7.l.
m.	TEXT OREO EXPENSES							
	8566			8566			1068	M.7.m.
n.	TEXT LOAN RELATED EXPENSES							
	8567			8567			319	M.7.n.
8. Extraordinary items and other adjustments (from Schedule HI, item 11) (itemize all extraordinary items and other adjustments):								
a.	(1) TEXT							
	3571			3571			0	M.8.a.(1)
	(2) Applicable income tax effect	BHCK	3572				0	M.8.a.(2)
b.	(1) TEXT							
	3573			3573			0	M.8.b.(1)
	(2) Applicable income tax effect	BHCK	3574				0	M.8.b.(2)
c.	(1) TEXT							
	3575			3575			0	M.8.c.(1)
	(2) Applicable income tax effect	BHCK	3576				0	M.8.c.(2)
9. Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.) (To be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year):								
a.	Interest rate exposures.....			8757			0	M.9.a.
b.	Foreign exchange exposures			8758			0	M.9.b.
c.	Equity security and index exposures.....			8759			0	M.9.c.
d.	Commodity and other exposures			8760			0	M.9.d.
e.	Credit exposures			F186			0	M.9.e.
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:								
a.	Net gains (losses) on credit derivatives held for trading.....			C889			0	M.10.a.
b.	Net gains (losses) on credit derivatives held for purposes other than trading.....			C890			0	M.10.b.
11. Credit losses on derivatives (see instructions).....								
				A251			0	M.11.
Memorandum item 12 is to be completed by bank holding companies with \$1 billion or more in total assets.¹								
12. a.	Income from the sale and servicing of mutual funds and annuities (in domestic of ces) ..			8431			0	M.12.a.
b.	(1) Premiums on insurance related to the extension of credit			C242			0	M.12.b.(1)
	(2) All other insurance premiums			C243			0	M.12.b.(2)
c.	Bene ts, losses, and expenses from insurance-related activities			B983			0	M.12.c.
13. Does the reporting bank holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no).								
				BHCK				
				A530			0	M.13.

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

Schedule HI—Continued

MEMORANDA (continued)

Dollar Amounts in Thousands		BHCK			
Memorandum item 14 is to be completed by bank holding companies that have elected to account for assets and liabilities under a fair value option.					
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:					
a. Net gains (losses) on assets	F551			0	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	F552			0	M.14.a.(1)
b. Net gains (losses) on liabilities	F553			0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554			0	M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....	C409			432	M.15.

Memorandum item 16 is to be completed by bank holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.

Year-to-date		BHCK			
16. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule HI, item 1.a.(1)(a))	F228			0	M.16.

Schedule HI-A—Changes in Bank Holding Company Equity Capital

Dollar Amounts in Thousands		BHCK			
1. Total bank holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....	3217			29714	1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles.....	B507			0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508			29714	3.
	bhct				
4. Net income (loss) attributable to bank holding company (must equal Schedule HI, item 14).	4340			-51681	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK				
a. Sale of perpetual preferred stock, gross	3577			0	5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578			0	5.b.
6. Sale of common stock:					
a. Sale of common stock, gross	3579			0	6.a.
b. Conversion or retirement of common stock.....	3580			433	6.b.
7. Sale of treasury stock.....	4782			0	7.
8. LESS: Purchase of treasury stock	4783			0	8.
9. Changes incident to business combinations, net.....	4356			0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598			0	10.
11. LESS: Cash dividends declared on common stock	4460			0	11.
12. Other comprehensive income ¹	B511			222	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the bank holding company.....	4591			0	13.
14. Other adjustments to equity capital (not included above)	3581			0	14.
	bhct				
15. Total bank holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC).....	3210			-21312	15.

1. Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and pension and other postretirement plan related changes other than net periodic benefit cost.

Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Dollar Amounts in Thousands	(Column A) Charge-offs ¹			(Column B) Recoveries		
	BHCK			BHCK		
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)						
1. Loans secured by real estate:						
a. Construction, land development, and other land loans in domestic of ces:						
(1) 1–4 family residential construction loans	C891		767	C892		0
(2) Other construction loans and all land development and other land loans	C893		27847	C894		0
b. Secured by farmland in domestic of ces	3584		5892	3585		0
c. Secured by 1–4 family residential properties in domestic of ces:						
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit	5411		272	5412		0
(2) Closed-end loans secured by 1–4 family residential properties in domestic of ces:						
(a) Secured by rst liens	C234		0	C217		0
(b) Secured by junior liens	C235		139	C218		6
d. Secured by multifamily (5 or more) residential properties in domestic of ces	3588		0	3589		0
e. Secured by nonfarm nonresidential properties in domestic of ces:						
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895		89	C896		0
(2) Loans secured by other nonfarm nonresidential properties	C897		1343	C898		0
f. In foreign of ces	B512		0	B513		0
2. Loans to depository institutions and acceptances of other banks:						
a. To U.S. banks and other U.S. depository institutions	4653		0	4663		0
b. To foreign banks	4654		0	4664		0
3. Loans to nance agricultural production and other loans to farmers	4655		0	4665		0
4. Commercial and industrial loans:						
a. To U.S. addressees (domicile)	4645		6655	4617		171
b. To non-U.S. addressees (domicile)	4646		0	4618		0
5. Loans to individuals for household, family, and other personal expenditures:						
a. Credit cards	B514		0	B515		0
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B516		45	B517		2
6. Loans to foreign governments and of cial institutions	4643		0	4627		0
7. All other loans	4644		0	4628		0
8. Lease nancing receivables:						
a. Leases to individuals for household, family, and other personal expenditures	F185		0	F187		0
b. All other leases	C880		0	F188		0
9. Total (sum of items 1 through 8)	4635		43049	4605		179

1. Include write-downs arising from transfers to a held-for-sale account.

Schedule HI-B—Continued

MEMORANDA

				(Column A) Charge-offs ¹					(Column B) Recoveries			
				Calendar year-to-date								
Dollar Amounts in Thousands				BHCK				BHCK				
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above				5409				0				M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).				4652				0				M.2.

Memorandum item 3 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)	BHCK				
	C388			0	M.3.

Dollar Amounts in Thousands				BHCK			
II. Changes in allowance for loan and lease losses							
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522			105315			1.
	bhct						
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above)	4605			179			2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	BHCK						
	C079			43049			3.
4. Less: Write-downs arising from transfers of loans to a held-for-sale account	5523			0			4.
	bhct						
5. Provision for loan and lease losses (must equal Schedule HI, item 4)	4230			45932			5.
	BHCK						
6. Adjustments (see instructions for this schedule).....	C233			0			6.
	bhct						
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c)	3123			108377			7.

1. Include write-downs arising from transfers to a held-for-sale account.

Schedule HI-B—Continued

MEMORANDA

Dollar Amounts in Thousands		BHCK			
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435			0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>					
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges...	C389			0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7)	C390			0	M.3.
Memorandum item 4 is to be completed by all bank holding companies.					
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above)	C781			0	M.4.

Notes to the Income Statement—Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below income statement information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less. Information should be reported year-to-date of acquisition.

Dollar Amount in Thousands		BHBC			
1. Total interest income	4107				1.
a. Interest income on loans and leases	4094				1.a.
b. Interest income on investment securities	4218				1.b.
2. Total interest expense	4073				2.
a. Interest expense on deposits	4421				2.a.
3. Net interest income	4074				3.
4. Provision for loan and lease losses	4230				4.
5. Total noninterest income	4079				5.
a. Income from fiduciary activities	4070				5.a.
b. Trading revenue	A220				5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions.....	B490				5.c.
d. Venture capital revenue.....	B491				5.d.
e. Net securitization income	B493				5.e.
f. Insurance commissions and fees	B494				5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities	4091				6.
7. Total noninterest expense	4093				7.
a. Salaries and employee benefits	4135				7.a.
b. Goodwill impairment losses	C216				7.b.
8. Income (loss) before taxes, extraordinary items, and other adjustments.....	4301				8.
9. Applicable income taxes	4302				9.
10. Noncontrolling (minority) interest	4484				10.
11. Extraordinary items, net of applicable income taxes and minority interest	4320				11.
12. Net income (loss)	4340				12.
13. Cash dividends declared.....	4475				13.
14. Net charge-offs.....	6061				14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis	4519				15.

Notes to the Income Statement—Other

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). *Exclude* any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

Example

A bank holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK			
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country				
	0000		1	350

Notes to the Income Statement—Other

	TEXT	Dollar Amount in Thousands	BHCK			
1.	5351					
			5351			1.
2.	5352					
			5352		0	2.
3.	5353					
			5353		0	3.
4.	5354					
			5354		0	4.
5.	5355					
			5355		0	5.
6.	B042					
			B042		0	6.
7.	B043					
			B043		0	7.
8.	B044					
			B044		0	8.
9.	B045					
			B045		0	9.
10.	B046					
			B046		0	10.

Notes to the Income Statement—Other, Continued

	TEXT	Dollar Amount in Thousands	BHCK				
11.	B047						
			B047			0	11.
12.	B048						
			B048			0	12.
13.	B049						
			B049			0	13.
14.	B050						
			B050			0	14.
15.	B051						
			B051			0	15.
16.	B052						
			B052			0	16.
17.	B053						
			B053			0	17.
18.	B054						
			B054			0	18.
19.	B055						
			B055			0	19.
20.	B056						
			B056			0	20.

For Federal Reserve Bank Use Only
C.I. _____

COMMUNITY BANCORP

Name of Bank Holding Company

Consolidated Financial Statements for Bank Holding CompaniesReport at the close of business 20090331**Schedule HC—Consolidated Balance Sheet**

Dollar Amounts in Thousands				BHCK				
ASSETS								
1. Cash and balances due from depository institutions:								
a. Noninterest-bearing balances and currency and coin ¹	0081						18700	1.a.
b. Interest-bearing balances: ²								
(1) In U.S. of ces.....	0395						167488	1.b.(1)
(2) In foreign of ces, Edge and Agreement subsidiaries, and IBFs	0397						0	1.b.(2)
2. Securities:								
a. Held-to-maturity securities (from Schedule HC-B, column A)	1754						592	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D)	1773						56634	2.b.
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold in domestic of ces	BHDM	B987					10	3.a.
b. Securities purchased under agreements to resell ³	BHCK	B989					0	3.b.
4. Loans and lease nancing receivables:								
a. Loans and leases held for sale.....	5369						0	4.a.
b. Loans and leases, net of unearned income	B528						1323411	4.b.
c. LESS: Allowance for loan and lease losses	3123						108377	4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c)	B529						1215034	4.d.
5. Trading assets (from Schedule HC-D)	3545						0	5.
6. Premises and xed assets (including capitalized leases)	2145						24252	6.
7. Other real estate owned (from Schedule HC-M)	2150						119509	7.
8. Investments in unconsolidated subsidiaries and associated companies	2130						2166	8.
9. Not applicable								
10. Intangible assets:								
a. Goodwill.....	3163						0	10.a.
b. Other intangible assets (from Schedule HC-M).....	0426						0	10.b.
11. Other assets (from Schedule HC-F).....	2160						49329	11.
12. Total assets (sum of items 1 through 11)	2170						1653714	12.

1. Includes cash items in process of collection and unposted debits.

2. Includes time certi cates of deposit not held for trading.

3. Includes all securities resale agreements in domestic and foreign of ces, regardless of maturity.

Schedule HC—Continued

RSSD ID: 3124381

FR Y-9C
Page 11

Dollar Amounts in Thousands

LIABILITIES

13. Deposits:

a. In domestic of ces (from Schedule HC-E):

(1) Noninterest-bearing ¹	BHDM	6631	137819	13.a.(1)
(2) Interest-bearing		6636	1433728	13.a.(2)

b. In foreign of ces, Edge and Agreement subsidiaries, and IBFs:

(1) Noninterest-bearing	BHFN	6631	0	13.b.(1)
(2) Interest-bearing		6636	0	13.b.(2)

14. Federal funds purchased and securities sold under agreements to repurchase:

a. Federal funds purchased in domestic of ces ²	BHDM	B993	0	14.a.
b. Securities sold under agreements to repurchase ³	BHCK	B995	0	14.b.

15. Trading liabilities (from Schedule HC-D)

	BHCK	3548	0	15.
--	------	------	---	-----

16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)

		3190	20517	16.
--	--	------	-------	-----

17. Not applicable

18. Not applicable

19. a. Subordinated notes and debentures⁴

		4062	0	19.a.
--	--	------	---	-------

b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities

	C699		72166	19.b.
--	------	--	-------	-------

20. Other liabilities (from Schedule HC-G)

		2750	10796	20.
--	--	------	-------	-----

21. Total liabilities (sum of items 13 through 20)

		2948	1675026	21.
--	--	------	---------	-----

22. Not applicable

EQUITY CAPITAL

Bank Holding Company Equity Capital

23. Perpetual preferred stock and related surplus

		3283	0	23.
--	--	------	---	-----

24. Common stock (par value)

		3230	11	24.
--	--	------	----	-----

25. Surplus (exclude all surplus related to preferred stock)

		3240	171048	25.
--	--	------	--------	-----

26. a. Retained earnings

		3247	-186690	26.a.
--	--	------	---------	-------

b. Accumulated other comprehensive income⁵

	B530		1003	26.b.
--	------	--	------	-------

c. Other equity capital components⁶

	A130		-6684	26.c.
--	------	--	-------	-------

27. a. Total bank holding company equity capital (sum of items 23 through 26.c)

		3210	-21312	27.a.
--	--	------	--------	-------

b. Noncontrolling (minority) interests in consolidated subsidiaries

		3000	0	27.b.
--	--	------	---	-------

28. Total equity capital (sum of items 27.a and 27.b)

	G105		-21312	28.
--	------	--	--------	-----

29. Total liabilities and equity capital (sum of items 21 and 28)

		3300	1653714	29.
--	--	------	---------	-----

MEMORANDA (to be completed annually by bank holding companies for the December 31 report date)

BHCK	
C884	

1. Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no)

2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.⁷

a. _____
(1) Name of External Auditing Firm (TEXT C703)

b. _____
(1) Name of Engagement Partner (TEXT C704)

(2) City (TEXT C708)

(2) E-mail Address (TEXT C705)

(3) State Abbrev. (TEXT C714)

(4) Zip Code (TEXT C715)

1. Includes total demand deposits and noninterest-bearing time and savings deposits.

2. Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."

3. Includes all securities repurchase agreements in domestic and foreign of ces regardless of maturity.

4. Includes limited-life preferred stock and related surplus.

5. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

7. The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

Schedule HC-B—Securities

Dollar Amounts in Thousands	Held-to-Maturity								Available-for-Sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	BHCK				BHCK				BHCK				BHCK				
1. U.S. Treasury securities	0211			0	0213			0	1286			0	1287			0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. government agencies ¹	1289			136	1290			133	1291			299	1293			295	2.a.
b. Issued by U.S. government- sponsored agencies ²	1294			0	1295			0	1297			2980	1298			3074	2.b.
3. Securities issued by states and political subdivisions in the U.S.	8496			456	8497			465	8498			19205	8499			19578	3.
4. Mortgage-backed securities (MBS)																	
a. Pass-through securities:																	
(1) Guaranteed by GNMA	1698			0	1699			0	1701			2465	1702			2543	4.a.(1)
(2) Issued by FNMA and FHLMC	1703			0	1705			0	1706			25645	1707			26364	4.a.(2)
(3) Other pass-through securities.....	1709			0	1710			0	1711			0	1713			0	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																	
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714			0	1715			0	1716			4693	1717			4780	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA.....	1718			0	1719			0	1731			0	1732			0	4.b.(2)
(3) All other mortgage-backed securities.....	1733			0	1734			0	1735			0	1736			0	4.b.(3)
5. Asset-backed securities (ABS).....	C026			0	C988			0	C989			0	C027			0	5.
6. Other debt securities:																	
a. Other domestic debt securities.....	1737			0	1738			0	1739			0	1741			0	6.a.
b. Foreign debt securities.....	1742			0	1743			0	1744			0	1746			0	6.b.

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.

2. Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

Schedule HC-B—Continued

RSSD ID: 3124381

FR Y-9C
Page 13

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value ¹	
	BHCK		BHCK		BHCK		BHCK	
7. Investments in mutual funds and other equity securities with readily determinable fair values								
					A510	0	A511	0
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b)	bhct						bhct	
	1754	592	1771	598	1772	55287	1773	56634

MEMORANDA

Dollar Amounts in Thousands		BHCK		
1. Pledged securities ¹		0416		52153
2. Remaining maturity or next repricing date of debt securities ^{2,3} (Schedule HC-B, items 1 through 6.b in columns A and D above):				
a. 1 year and less		0383		7515
b. Over 1 year to 5 years		0384		26055
c. Over 5 years		0387		23656
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....		1778		0
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):				
a. Amortized cost		8782		0
b. Fair value		8783		0

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value ¹	
	BHCK		BHCK		BHCK		BHCK	
Memorandum item 5 is to be completed by bank holding companies with total assets over \$1 billion or with foreign offices.⁴								
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):								
a. Credit card receivables	B838	0	B839	0	B840	0	B841	0
b. Home equity lines	B842	0	B843	0	B844	0	B845	0
c. Automobile loans	B846	0	B847	0	B848	0	B849	0
d. Other consumer loans	B850	0	B851	0	B852	0	B853	0
e. Commercial and industrial loans	B854	0	B855	0	B856	0	B857	0
f. Other	B858	0	B859	0	B860	0	B861	0

- Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
- Exclude investments in mutual funds and other equity securities with readily determinable fair values.
- Report fixed rate debt securities by remaining maturity and floating debt securities by next repricing date.
- The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) Consolidated				(Column B) In Domestic Offices				
	BHCK				BHDM				
1. Loans secured by real estate	1410		1116057						1.
a. Construction, land development, and other land loans:					BHCK				
(1) 1–4 family residential construction loans					F158		38845		1.a.(1)
(2) Other construction loans and all land development and other land loans					F159		640441		1.a.(2)
					BHDM				
b. Secured by farmland					1420		6106		1.b.
c. Secured by 1–4 family residential properties:									
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit					1797		2589		1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:									
(a) Secured by 1st liens					5367		12320		1.c.(2)(a)
(b) Secured by junior liens					5368		4663		1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties					1460		10156		1.d.
e. Secured by nonfarm nonresidential properties:									
(1) Loans secured by owner-occupied nonfarm nonresidential properties					BHCK				
					F160		158296		1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties					F161		242641		1.e.(2)
					BHDM				
2. Loans to depository institutions and acceptances of other banks					1288		0		2.
a. To U.S. banks and other U.S. depository institutions	1292		0						2.a.
b. To foreign banks	1296		0						2.b.
3. Loans to finance agricultural production and other loans to farmers	1590		0		1590		0		3.
4. Commercial and industrial loans					1766		204697		4.
a. To U.S. addressees (domicile)	1763		204697						4.a.
b. To non-U.S. addressees (domicile)	1764		0						4.b.
5. Not applicable									
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)					1975		2427		6.
a. Credit cards	B538		124						6.a.
b. Other revolving credit plans	B539		259						6.b.
c. Other consumer loans (includes single payment, installment, and all student loans)	2011		2044						6.c.
7. Loans to foreign governments and of financial institutions (including foreign central banks)	2081		0		2081		0		7.
8. Not applicable									
9. a. Loans for purchasing and carrying securities (secured and unsecured)	1545		0		1545		0		9.a.
b. All other loans	1564		88		1564		88		9.b.
10. Lease financing receivables (net of unearned income)					2165		2490		10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	F162		0						10.a.
b. All other leases	F163		2490						10.b.
11. LESS: Any unearned income on loans reflected in items 1–9 above	2123		2348		2123		2348		11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b)	2122		1323411		2122		1323411		12.

Schedule HC-C—Continued

MEMORANDA

Dollar Amounts in Thousands		BHDM			
1. Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C, above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1):					
a. Loans secured by 1–4 family residential properties in domestic offices.....	F576			0	M.1.a.
b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures)	BHCK				
	1616			33600	M.1.b.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above		BHCK			
	2746			0	M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)		B837		0	M.3.
<i>Memorandum item 4 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)</i>					
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A)		C391		0	M.4.
Memorandum item 5 is to be completed by all bank holding companies.					
5. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					
a. Outstanding balance	C779			0	M.5.a.
b. Carrying amount included in Schedule HC-C, items 1 through 9.....	C780			0	M.5.b.
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:					
a. Total carrying amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b))	F230			0	M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by bank holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2008, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>					
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties.....	F231			0	M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 6.a above.....	F232			0	M.6.c.
7.–8. Not applicable.					
9. Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))		BHDM			
	F577			0	M.9.

Schedule HC-C—Continued

RSSD ID: 3124381

FR Y-9C
Page 16

MEMORANDA (continued)

Memorandum items 10 and 11 are to be completed by bank holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.

Dollar Amounts in Thousands	(Column A) Consolidated				(Column B) Domestic Of ces			
	BHCK				BHDM			
10. Loans measured at fair value:								
a. Loans secured by real estate	F608			0				M.10.a.
(1) Construction, land development, and other land loans					F578		0	M.10.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F579		0	M.10.a.(2)
(3) Secured by 1–4 family residential properties:								
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit					F580		0	M.10.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:								
(i) Secured by rst liens					F581		0	M.10.a.(3)(b)(i)
(ii) Secured by junior liens					F582		0	M.10.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties					F583		0	M.10.a.(4)
(5) Secured by nonfarm nonresidential properties					F584		0	M.10.a.(5)
b. Commercial and industrial loans	F585			0	F585		0	M.10.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):								
(1) Credit cards	F586			0	F586		0	M.10.c.(1)
(2) Other revolving credit plans	F587			0	F587		0	M.10.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans)	F588			0	F588		0	M.10.c.(3)
d. Other loans	F589			0	F589		0	M.10.d.
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):								
a. Loans secured by real estate	F609			0				M.11.a.
(1) Construction, land development, and other land loans					F590		0	M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F591		0	M.11.a.(2)
(3) Secured by 1–4 family residential properties:								
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit					F592		0	M.11.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:								
(i) Secured by rst liens					F593		0	M.11.a.(3)(b)(i)
(ii) Secured by junior liens					F594		0	M.11.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties					F595		0	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties					F596		0	M.11.a.(5)
b. Commercial and industrial loans	F597			0	F597		0	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):								
(1) Credit cards	F598			0	F598		0	M.11.c.(1)
(2) Other revolving credit plans	F599			0	F599		0	M.11.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans)	F600			0	F600		0	M.11.c.(3)
d. Other loans	F601			0	F601		0	M.11.d.

Schedule HC-C—Continued

MEMORANDA (continued)

FR Y-9C
Page 17

12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:

- a. Loans secured by real estate
- b. Commercial and industrial loans.....
- c. Loans to individuals for household, family, and other personal expenditures
- d. All other loans and all leases

(Column A) Fair value of acquired loans and leases at acquisition date				(Column B) Gross contractual amounts receivable at acquisition				(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected			
BHCK				BHCK				BHCK			
G091			0	G092			0	G093			0
G094			0	G095			0	G096			0
G097			0	G098			0	G099			0
G100			0	G101			0	G102			0

M.12.a.

M.12.b.

M.12.c.

M.12.d.

Schedule HC-D—Trading Assets and Liabilities

RSSD ID: 3124381

FR Y-9C
Page 18

Schedule HC-D is to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more in any of the four preceding quarters.

Dollar Amounts in Thousands	(Column A) Consolidated			(Column B) Domestic Offices			
	BHCM			BHCK			
ASSETS							
1. U.S. Treasury securities	3531		0	3531		0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities)	3532		0	3532		0	2.
3. Securities issued by states and political subdivisions in the U.S.	3533		0	3533		0	3.
4. Mortgage-backed securities (MBS):							
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	3534		0	3534		0	4.a.
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)	3535		0	3535		0	4.b.
c. All other mortgage-backed securities	3536		0	3536		0	4.c.
5. Other debt securities	3537		0	3537		0	5.
6. Loans:	BHCK						
a. Loans secured by real estate	F610		0				6.a.
(1) Construction, land development, and other land loans				BHDM			
(2) Secured by farmland (including farm residential and other improvements)				F604		0	6.a.(1)
(3) Secured by 1–4 family residential properties:							
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit				F605		0	6.a.(2)
(b) Closed-end loans secured by 1–4 family residential properties:							
(i) Secured by 1st liens				F606		0	6.a.(3)(a)
(ii) Secured by junior liens				F607		0	6.a.(3)(b)(i)
(iii) Secured by junior liens				F611		0	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties				F612		0	6.a.(4)
(5) Secured by nonfarm nonresidential properties				F613		0	6.a.(5)
b. Commercial and industrial loans	F614		0	F614		0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards	F615		0	F615		0	6.c.(1)
(2) Other revolving credit plans	F616		0	F616		0	6.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans)	F617		0	F617		0	6.c.(3)
d. Other loans	F618		0	F618		0	6.d.
7.–8. Not applicable							
9. Other trading assets	BHCM			BHCK			
10. Not applicable	3541		0	3541		0	9.
11. Derivatives with a positive fair value	3543		0	3543		0	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5)	bhct			BHDM			
	3545		0	3545		0	12.
LIABILITIES							
13.a. Liability for short positions:	BHCK						
(1) Equity securities	G209		0	G209			13.a.(1)
(2) Debt securities	G210		0	G210			13.a.(2)
(3) All other assets	G211		0	G211			13.a.(3)
b. All other trading liabilities	F624		0	F624		0	13.b.
14. Derivatives with a negative fair value	3547		0	3547		0	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15)	bhct						
	3548		0	3548		0	15.

Schedule HC-D—Continued

MEMORANDA

Dollar Amounts in Thousands	(Column A) Consolidated				(Column B) Domestic Of ces			
	BHCK				BHDM			
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a. through 6.d.)								
a. Loans secured by real estate	F790			0				M.1.a.
(1) Construction, land development, and other land loans					F625		0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F626		0	M.1.a.(2)
(3) Secured by 1–4 family residential properties:								
(a) Revolving, open-end land secured by 1–4 family residential properties and extended under lines of credit					F627		0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:								
(i) Secured by rst liens.....					F628		0	M.1.a.(3)(b)(i)
(ii) Secured by junior liens.....					F629		0	M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties					F630		0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties					F631		0	M.1.a.(5)
b. Commercial and industrial loans	F632			0	F632		0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):								
(1) Credit cards.....	F633			0	F633		0	M.1.c.(1)
(2) Other revolving credit plans	F634			0	F634		0	M.1.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans).....	F635			0	F635		0	M.1.c.(3)
d. Other loans	F636			0	F636		0	M.1.d.
2. Not applicable								
3. Loans measured at fair value that are past due 90 days or more:								
a. Fair value	F639			0	F639		0	M.3.a.
b. Unpaid principal balance	F640			0	F640		0	M.3.b.

Dollar Amounts in Thousands					BHCK			
Memoranda items 4 through 10 are to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.								
4. Asset-backed securities:								
a. Residential mortgage-backed securities					F641		0	M.4.a.
b. Commercial mortgage-backed securities					F642		0	M.4.b.
c. Credit card receivables.....					F643		0	M.4.c.
d. Home equity lines.....					F644		0	M.4.d.
e. Automobile loans.....					F645		0	M.4.e.
f. Other consumer loans					F646		0	M.4.f.
g. Commercial and industrial loans					F647		0	M.4.g.
h. Other					F648		0	M.4.h.

Schedule HC-D—Continued

MEMORANDA (continued)

Dollar Amounts in Thousands		BHCK			
5. Collateralized debt obligations:					
a. Synthetic.....	F649			0	M.5.a.
b. Other	F650			0	M.5.b.
6. Retained bene cial interests in securitizations (rst-loss or equity tranches)		F651		0	M.6.
7. Equity securities:					
a. Readily determinable fair values	F652			0	M.7.a.
b. Other	F653			0	M.7.b.
8. Loans pending securitization.....		F654		0	M.8.
9. a. (1) Gross fair value of commodity contracts.....		G212		0	M.9.a.(1)
(2) Gross fair value of physical commodities held in inventory.....		G213		0	M.9.a.(2)
9. b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$25,000 and exceed 25% of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):					
(1)	BHTX F655	F655		0	M.9.b.(1)
(2)	BHTX F656	F656		0	M.9.b.(2)
(3)	BHTX F657	F657		0	M.9.b.(3)
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13 that are greater than \$25,000 and exceed 25% of the item)					
a.	BHTX F658	F658		0	M.10.a.
b.	BHTX F659	F659		0	M.10.b.
c.	BHTX F660	F660		0	M.10.c.

Schedule HC-E—Deposit Liabilities¹

Dollar Amounts in Thousands		BHCB			
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:					
a. Demand deposits.....	2210			56711	1.a.
b. NOW, ATS, and other transaction accounts.....	3187			11791	1.b.
c. Money market deposit accounts and other savings accounts.....	2389			326183	1.c.
d. Time deposits of less than \$100,000.....	6648			896544	1.d.
e. Time deposits of \$100,000 or more.....	2604			280318	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting bank holding company:					
a. Noninterest-bearing balances.....	BHOD			0	2.a.
b. NOW, ATS, and other transaction accounts.....	3187			0	2.b.
c. Money market deposit accounts and other savings accounts.....	2389			0	2.c.
d. Time deposits of less than \$100,000.....	6648			0	2.d.
e. Time deposits of \$100,000 or more.....	2604			0	2.e.

MEMORANDA

Dollar Amounts in Thousands		BHDM			
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less.....	A243			415631	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year.....	A164			221387	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242			256332	M.3.
	BHFN				
4. Foreign office time deposits with a remaining maturity of one year or less.....	A245			0	M.4.

1. The sum of items 1.a through 1.e and items 2.a. through 2.e. must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).

Schedule HC-F—Other Assets

Dollar Amounts in Thousands		BHCK				
1. Accrued interest receivable ¹	B556				4592	1.
2. Net deferred tax assets ²	2148				0	2.
3. Interest-only strips receivable (not in the form of a security) ³ on:						
a. Mortgage loans	A519				0	3.a.
b. Other financial assets	A520				0	3.b.
4. Equity securities that DO NOT have readily determinable fair values ⁴	1752				7507	4.
5. Life insurance assets	C009				11001	5.
6. Other	2168				26229	6.
	bhct					
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160				49329	7.

1. Include accrued interest receivable on loans, leases, debt securities and other interest-bearing assets.
2. See discussion of deferred income taxes in Glossary entry on "income taxes."
3. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.
4. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule HC-G—Other Liabilities

Dollar Amounts in Thousands		BHCK				
1. Not applicable						
2. Net deferred tax liabilities ¹	3049				345	2.
3. Allowance for credit losses on off-balance sheet credit exposures	B557				389	3.
4. Other	B984				10062	4.
	bhct					
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	2750				10796	5.

1. See discussion of deferred income taxes in Glossary entry on "income taxes."

Schedule HC-H—Interest Sensitivity¹

Dollar Amounts in Thousands		BHCK				
1. Earning assets that are reprisable within one year or mature within one year	3197				768145	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a(2) and 13.b(2) on Schedule HC, Balance Sheet	3296				891147	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet	3298				5220	3.
4. Variable rate preferred stock (includes both limited-life and perpetual preferred stock)	3408				0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year	3409				0	5.

1. Bank holding companies with foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such bank holding companies may omit the smallest of their offices in foreign countries when arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the bank holding company's assets in foreign countries and 10 percent of the bank holding company's total consolidated assets as of the report date.

Schedule HC-I—Insurance-Related Underwriting Activities (Including Reinsurance)

Schedule HC-I must be completed by all top-tier bank holding companies.
(See instructions for additional information.)

I. Property and Casualty Underwriting

Dollar Amounts in Thousands

	BHCK				
ASSETS					
1. Reinsurance recoverables	B988			0	1.
2. Total assets	C244			0	2.
LIABILITIES					
3. Claims and claims adjustment expense reserves	B990			0	3.
4. Unearned premiums	B991			0	4.
5. Total equity	C245			0	5.
6. Net income	C246			0	6.

II. Life and Health Underwriting

	BHCK				
ASSETS					
1. Reinsurance recoverables	C247			0	1.
2. Separate account assets	B992			0	2.
3. Total assets	C248			0	3.
LIABILITIES					
4. Policyholder benefits and contractholder funds	B994			0	4.
5. Separate account liabilities	B996			0	5.
6. Total equity	C249			0	6.
7. Net income	C250			0	7.

Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

	BHCK				
ASSETS					
1. Securities	3515			58720	1.
2. Federal funds sold and securities purchased under agreements to resell	3365			200925	2.
3. Loans and leases	3516			1383052	3.
	BHDM				
a. Loans secured by 1–4 family residential properties in domestic offices	3465			18220	3.a.
b. All other loans secured by real estate in domestic offices	3466			1147790	3.b.
c. All other loans in domestic offices	F724			217042	3.c.
	BHCK				
4. a. Trading assets	3401			0	4.a.
b. Other earning assets	B985			12032	4.b.
5. Total consolidated assets	3368			1752808	5.
LIABILITIES					
6. Interest-bearing deposits (domestic)	3517			1476726	6.
7. Interest-bearing deposits (foreign)	3404			0	7.
8. Federal funds purchased and securities sold under agreements to repurchase	3353			0	8.
9. All other borrowed money	2635			30944	9.
10. Not applicable					
EQUITY CAPITAL					
11. Total equity capital (excludes limited-life preferred stock)	3519			21326	11.

(Report only transactions with nonrelated institutions)

Schedule HC-L—Derivatives and Off-Balance-Sheet Items

For Federal Reserve Bank Use Only
C.I.

FR Y-9C
Page 23

RSSD ID:

3124381

Dollar Amounts in Thousands

				BHCK				
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):								
a. Revolving, open-end loans secured by 1–4 family residential properties, e.g., home equity lines				3814			3692	1.a.
b. Credit card lines				3815			919	1.b.
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))				3816			103258	1.c.(1)
(a) 1–4 family residential construction loan commitments				F164			13239	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments ...				F165			90019	1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate				6550			0	1.c.(2)
d. Securities underwriting				3817			0	1.d.
e. Other unused commitments				3818			47510	1.e.
2. Financial standby letters of credit and foreign of ce guarantees				6566			1835	2.
Item 2.a is to be completed by bank holding companies with \$1 billion or more in total assets.¹								
a. Amount of nancial standby letters of credit conveyed to others				3820			0	2.a.
3. Performance standby letters of credit and foreign of ce guarantees				6570			0	3.
Item 3.a is to be completed by bank holding companies with \$1 billion or more in total assets.¹								
a. Amount of performance standby letters of credit conveyed to others				3822			0	3.a.
4. Commercial and similar letters of credit				3411			0	4.
5. Not applicable								
6. Securities lent				3433			0	6.
7. Credit derivatives:								
a. Notional amounts:								
(1) Credit default swaps				C968			0	7.a.(1)
(2) Total return swaps				C970			0	7.a.(2)
(3) Credit options				C972			0	7.a.(3)
(4) Other credit derivatives				C974			0	7.a.(4)
b. Gross fair values:								
(1) Gross positive fair value				C219			0	7.b.(1)
(2) Gross negative fair value				C220			0	7.b.(2)

¹ The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

(Report only transactions with nonrelated institutions)

Schedule HC-L—Continued

		Dollar Amounts in Thousands			BHCK				
8.	Spot foreign exchange contracts.....				8765			0	8.
9.	All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance sheet items that individually exceed 10% of Schedule HC, item 27.a, "Total equity capital") (itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 27.a)								
	a. Securities borrowed.....				3430			0	9.
	b. Commitments to purchase when-issued securities				3432			0	9.a.
	c. Commitments to sell when-issued securities				3434			0	9.b.
					3435			0	9.c.
d.	TEXT 6561								
					6561			0	9.d.
e.	TEXT 6562								
					6562			0	9.e.
f.	TEXT 6568								
					6568			0	9.f.
g.	TEXT 6586								
					6586			0	9.g.
10.	Not applicable								

Schedule HC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	11.a.
	0	0	0	0	
b. Forward contracts.....	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	11.b.
	0	0	0	0	
c. Exchange-traded option contracts:					
(1) Written options	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	11.c.(1)
	0	0	0	0	
(2) Purchased options	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	11.c.(2)
	0	0	0	0	
d. Over-the-counter option contracts:					
(1) Written options	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	11.d.(1)
	0	0	0	0	
(2) Purchased options	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	11.d.(2)
	0	0	0	0	
e. Swaps.....	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	11.e.
	9602	0	0	0	
12. Total gross notional amount of derivative contracts held for trading	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	12.
	0	0	0	0	
13. Total gross notional amount of derivative contracts held for purposes other than trading	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	13.
	9602	0	0	0	
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	14.a.(1)
	0	0	0	0	
(2) Gross negative fair value	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	14.a.(2)
	0	0	0	0	
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	14.b.(1)
	0	0	0	0	
(2) Gross negative fair value	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	14.b.(2)
	1176	0	0	0	

Schedule HC-M—Memoranda

Dollar Amounts in Thousands		BHCK				
1. Total number of bank holding company common shares outstanding.....	NUMBER (UNROUNDED) 3459 10236777					1.
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....		6555			0	2.
3. Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....		6556			297	3.
4. Other assets acquired in satisfaction of debts previously contracted		6557			0	4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....		A288			0	5.
6. Investments in real estate (to be reported only by bank holding companies authorized by the Federal Reserve to have real estate investments).....		3656			0	6.
7. Not applicable						
8. Has the bank holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for yes; enter "0" for no).....		BHCK C251			0	8.
9. Has the bank holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for yes; enter "0" for no).....		BHCK 6689			0	9.
10. Not applicable						
11. Have all changes in investments and activities been reported to the Federal Reserve on the Bank Holding Company Report of Changes in Organizational Structure (FR Y-10)? Bank holding companies must not leave blank or enter "N/A." The bank holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this questions is no, complete the FR Y-10.....		BHCK 6416			1	11.
<div>TEXT 6428</div>						
Name of bank holding company oficial verifying FR Y-10 reporting (Please type or print)		Area Code and Phone Number (TEXT 9009)				
12. Intangible assets other than goodwill:		BHCK				
a. Mortgage servicing assets.....		3164			0	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438 0					12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets		B026			0	12.b.
c. All other identifiable intangible assets		5507			0	12.c.
		bhct				
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)		0426			0	12.d.
13. Other real estate owned:		BHCK				
a. Real estate acquired in satisfaction of debts previously contracted.....		2744			119509	13.a.
b. Other real estate owned.....		2745			0	13.b.
		bhct				
c. Total (sum of items 13.a and 13.b) (must equal Schedule HC, item 7)		2150			119509	13.c.
14. Other borrowed money:		BHCK				
a. Commercial paper		2309			0	14.a.
b. Other borrowed money with a remaining maturity of one year or less		2332			15000	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333			5517	14.c.
		bhct				
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190			20517	14.d.
15. Does the holding company sell private label or third party mutual funds and annuities? (Enter "1" for yes; enter "0" for no)		BHCK B569			0	15.
16. Assets under management in proprietary mutual funds and annuities		BHCK B570			0	16.

Schedule HC-M—Continued

The following two questions (items 17 and 18) will be used to determine if the reporting bank holding company must complete the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). See the line item instructions for further details.

17. Does the bank holding company hold, either directly or indirectly through a subsidiary or affiliate, any non-financial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4 (c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)(4)(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for yes; enter "0" for no).....
- | | |
|------|---|
| BHCK | |
| C161 | 0 |
- 17.

If the answer to item 17 is no, your organization does not need to complete the FR Y-12. Skip item 18 and proceed to items 19.a and 19.b below. If the answer to item 17 is yes, proceed to item 18.

18. Do your aggregate non-financial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the bank holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for yes; enter "0" for no).....
- | | |
|------|--|
| BHCK | |
| C159 | |
- 18.

If the answer to **both** item 17 and item 18 is yes, your organization must complete the FR Y-12. Skip items 19.a and 19.b and proceed to item 20 below.

If the answer to **either** item 17 or item 18 is no, your organization does not need to complete the FR Y-12. Proceed to items 19.a. and 19.b. below.

Items 19.a. and 19.b. are to be completed by all bank holding companies that are not required to file the FR Y-12.

19. a. Has the bank holding company sold or otherwise liquidated its holding of any non-financial equity investment since the previous reporting period? (Enter "1" for yes; enter "0" for no).....
- | | |
|------|---|
| BHCK | |
| C700 | 0 |
- 19.a.
- b. Does the bank holding company manage any non-financial equity investments for the benefit of others? (Enter "1" for yes; enter "0" for no).....
- | | |
|------|---|
| C701 | 0 |
|------|---|
- 19.b.

Memoranda items 20 and 21 are to be completed only by bank holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.

Dollar Amounts in Thousands		BHCK			
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:					
a. Net assets	C252			0	20.a.
b. Balances due from related institutions:					
(1) Due from the bank holding company (parent company only), gross.....	4832			0	20.b.(1)
(2) Due from subsidiary banks of the bank holding company, gross.....	4833			0	20.b.(2)
(3) Due from nonbank subsidiaries of the bank holding company, gross.....	4834			0	20.b.(3)
c. Balances due to related institutions:					
(1) Due to bank holding company (parent company only), gross.....	5041			0	20.c.(1)
(2) Due to subsidiary banks of the bank holding company, gross.....	5043			0	20.c.(2)
(3) Due to nonbank subsidiaries of the bank holding company, gross.....	5045			0	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors.....	5047			0	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act.....	C253			0	21.

Schedule HC-M—Continued

Memoranda item 22 is to be completed by bank holding companies with total assets of \$30 billion or more.

22. Address (URL) for the reporting bank holding company's web page that displays risk disclosures, including those about credit and market risk. (Example: www.examplebhc.com/riskdisclosures)

TEXT
C497

http:// _____

22.

Memoranda items 23 and 24 are to be completed by all bank holding companies.

Dollar Amounts in Thousands		BHCK			
23. Secured liabilities:					
a. Amount of "Federal funds purchased in domestic of ces" that are secured (included in Schedule HC, item 14.a)	F064			0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d)	F065			20517	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:					
a. Senior perpetual preferred stock or similar items	G234			0	24.a.
b. Warrants to purchase common stock or similar items	G235			0	24.b.

RSSD ID:

3124381

Schedule HC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
Dollar Amounts in Thousands	BHCK				BHCK				BHCK				
1. Loans secured by real estate:													
a. Construction, land development, and other land loans in domestic of ces:													
(1) 1–4 family residential construction loans	F172			344	F174			0	F176			7553	1.a.(1)
(2) Other construction loans and all land development and other land loans	F173			6867	F175			0	F177			203071	1.a.(2)
b. Secured by farmland in domestic of ces.....	3493			0	3494			0	3495			5509	1.b.
c. Secured by 1–4 family residential properties in domestic of ces:													
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit	5398			0	5399			0	5400			0	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:													
(a) Secured by rst liens	C236			133	C237			0	C229			2464	1.c.(2)(a)
(b) Secured by junior liens	C238			0	C239			0	C230			159	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic of ces	3499			0	3500			0	3501			3826	1.d.
e. Secured by nonfarm nonresidential properties in domestic of ces:													
(1) Loans secured by owner-occupied nonfarm non-residential properties	F178			0	F180			0	F182			3479	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	F179			3940	F181			0	F183			10334	1.e.(2)
f. In foreign of ces	B572			0	B573			0	B574			0	1.f.

Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	BHCK				BHCK				BHCK			
2. Loans to depository institutions and acceptances of other banks:												
a. U.S. banks and other U.S. depository institutions	5377			0	5378			0	5379			0
b. Foreign banks.....	5380			0	5381			0	5382			0
3. Loans to finance agricultural production and other loans to farmers	1594			0	1597			0	1583			0
4. Commercial and industrial loans.....	1606			1264	1607			0	1608			41591
5. Loans to individuals for household, family, and other personal expenditures:												
a. Credit cards	B575			0	B576			2	B577			0
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578			200	B579			3	B580			0
6. Loans to foreign governments and of cial institutions	5389			0	5390			0	5391			0
7. All other loans	5459			0	5460			0	5461			0
8. Lease financing receivables:												
a. Leases to individuals for household, family, and other personal expenditures.....	F166			0	F167			0	F168			0
b. All other leases.....	F169			0	F170			0	F171			0
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505			0	3506			0	3507			0
10. TOTAL (sum of items 1 through 9).....	5524			12748	5525			5	5526			277986

Schedule HC-N—Continued

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	BHCK				BHCK				BHCK				
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government													11.
	5612			0	5613			0	5614			1589	
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above..													11.a.
	5615			0	5616			0	5617			1328	
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above													11.b.
	C866			0	C867			0	C868			0	

MEMORANDA

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
Dollar Amounts in Thousands	BHCK				BHCK				BHCK			
1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1)												
a. Loans secured by 1–4 family residential properties in domestic of ces.....	F661			0	F662			0	F663			2464
b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures).....												
	1658			0	1659			0	1661			0

M.1.a.

M.1.b.

Schedule HC-N—Continued

MEMORANDA (continued)

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
Dollar Amounts in Thousands	BHCK				BHCK				BHCK				
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558			0	6559			0	6560			0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees	3508			0	1912			0	1913			0	M.3.
4. Not applicable													
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)													
a. Loans and leases held for sale.....	C240			0	C241			0	C226			0	M.5.a.
b. Loans measured at fair value:													
(1) Fair value	F664			0	F665			0	F666			0	M.5.b.(1)
(2) Unpaid principal balance	F667			0	F668			0	F669			0	M.5.b.(2)

Item 6 is to be reported only by bank holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).

	BHCK				BHCK			
6. Interest rate, foreign exchange rate, and commodity and equity contracts: Fair value of amounts carried as assets	3529			0	3530			0

M.6.

	Dollar Amounts in Thousands				BHCK			
7. Additions to nonaccrual assets during the quarter	C410			143460				M.7.
8. Nonaccrual assets sold during the quarter.....	C411			0				M.8.

Schedule HC-P—1-4 Family Residential Mortgage Banking Activities in Domestic Offices

Schedule HC-P is to be completed by (1) all bank holding companies with \$1 billion or more in total assets¹ and (2) bank holding companies with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK			
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: ²					
a. Closed-end first liens.....	F066			0	1.a.
b. Closed-end junior liens.....	F067			0	1.b.
c. Open-end loans extended under lines of credit:	BHDM				
(1) Total commitment under the lines of credit	F670			0	1.c.(1)
(2) Principal amount funded under the lines of credit.....	F671			0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale: ²					
a. Closed-end first liens.....	BHCK				
b. Closed-end junior liens.....	F068			0	2.a.
c. Open-end loans extended under lines of credit:	F069			0	2.b.
(1) Total commitment under the lines of credit	BHDM				
(2) Principal amount funded under the lines of credit.....	F672			0	2.c.(1)
	F673			0	2.c.(2)
3. 1-4 family residential mortgages sold during the quarter:	BHCK				
a. Closed-end first liens.....	F070			0	3.a.
b. Closed-end junior liens.....	F071			0	3.b.
c. Open-end loans extended under lines of credit:	BHDM				
(1) Total commitment under the lines of credit	F674			0	3.c.(1)
(2) Principal amount funded under the lines of credit.....	F675			0	3.c.(2)
4. 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):					
a. Closed-end first liens.....	BHCK				
b. Closed-end junior liens.....	F072			0	4.a.
c. Open-end loans extended under lines of credit:	F073			0	4.b.
(1) Total commitment under the lines of credit	BHDM				
(2) Principal amount funded under the lines of credit.....	F676			0	4.c.(1)
	F677			0	4.c.(2)
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i):					
a. Closed-end 1-4 family residential mortgage loans	BHCK				
	F184			0	5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit	BHDM				
	F560			0	5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:					
a. Closed-end first liens.....	F678			0	6.a.
b. Closed-end junior liens.....	F679			0	6.b.
c. Open-end loans extended under lines of credit:					
(1) Total commitment under the lines of credit	F680			0	6.c.(1)
(2) Principal amount funded under the lines of credit.....	F681			0	6.c.(2)

1. The \$1 billion asset size test is generally based on the total assets reported as of **June 30, 2008**.

2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

Schedule HC-Q—Financial Assets and Liabilities Measured at Fair Value

Schedule HC-Q is to be completed by bank holding companies that (1) have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option or (2) are required to complete Schedule HC-D—Trading Assets and Liabilities.

		Fair Value Measurements for Assets and Liabilities under a Fair Value Option and Trading Assets and Liabilities (Included in Schedule HC)																				
		(Column A) Total Fair Value Reported on Schedule HC				(Column B) LESS: Amounts Netted in the Determination of Total Fair Value				(Column C) Level 1 Fair Value Measurements				(Column D) Level 2 Fair Value Measurements				(Column E) Level 3 Fair Value Measurements				
Dollar Amounts in Thousands		BHCK				BHCK				BHCK				BHCK				BHCK				
ASSETS																						
1. Loans and leases		F243			0	F682			0	F690			0	F244			0	F245			0	1.
2. Trading assets.....		F246			0	F683			0	F691			0	F247			0	F248			0	2.
a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 2, above)																						
		F240			0	F684			0	F692			0	F241			0	F242			0	2.a.
3. All other financial assets and servicing assets.....		F249			0	F685			0	F693			0	F250			0	F251			0	3.
LIABILITIES																						
4. Deposits.....		F252			0	F686			0	F694			0	F253			0	F254			0	4.
5. Trading liabilities.....		F255			0	F687			0	F695			0	F256			0	F257			0	5.
6. All other financial liabilities and servicing liabilities.....		F258			0	F688			0	F696			0	F259			0	F260			0	6.
7. Loan commitments (not accounted for as derivatives)		F261			0	F689			0	F697			0	F262			0	F263			0	7.

Schedule HC-R—Regulatory Capital

This schedule is to be submitted on a consolidated basis.

For Federal Reserve Bank Use Only

C.I.

Dollar Amounts in Thousands

RSSD ID:

3124381

Tier 1 capital						
1.	Total bank holding company equity capital (from Schedule HC, item 27.a).....	3210			-21312	1.
2.	LESS: Net unrealized gains (losses) on available-for-sale securities ¹ (if a gain, report as a positive value; if a loss, report as a negative value).....	BHCK				
		8434			1003	2.
3.	LESS: Net unrealized loss on available-for-sale equity securities ¹ (report loss as a positive value)					
		A221			0	3.
4.	LESS: Accumulated net gains (losses) on cash flow hedges ¹ (if a gain, report as a positive value; if a loss, report as a negative value).....					
		4336			0	4.
5.	LESS: Nonqualifying perpetual preferred stock	B588			0	5.
6. a.	Qualifying Class A noncontrolling (minority) interests in consolidated subsidiaries					
		G214			0	6.a.
b.	Qualifying restricted core capital elements (other than cumulative perpetual preferred stock)²					
		G215			0	6.b.
c.	Qualifying mandatory convertible preferred securities of internationally active bank holding companies					
		G216			0	6.c.
7. a.	LESS: Disallowed goodwill and other disallowed intangible assets	B590			0	7.a.
b.	LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank holding company's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value).....					
		F264			0	7.b.
8.	Subtotal (sum of items 1, 6.a., 6.b., and 6.c., less items 2, 3, 4, 5, 7.a, and 7.b)	C227			-22315	8.
9. a.	LESS: Disallowed servicing assets and purchased credit card relationships	B591			0	9.a.
b.	LESS: Disallowed deferred tax assets	5610			0	9.b.
10.	Other additions to (deductions from) Tier 1 capital	B592			0	10.
11.	Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274			-22315	11.
Tier 2 capital						
12.	Qualifying subordinated debt, redeemable preferred stock, and restricted core capital elements² (except Class B noncontrolling (minority) interest) not includible in items 6.b. or 6.c.					
		G217			0	12.
13.	Cumulative perpetual preferred stock included in item 5 and Class B noncontrolling (minority) interest not included in 6.b., but includible in Tier 2 capital...					
		G218			0	13.
14.	Allowance for loan and lease losses includible in Tier 2 capital.....	5310			19379	14.
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221			0	15.
16.	Other Tier 2 capital components	B594			57438	16.
17.	Tier 2 capital (sum of items 12 through 16).....	5311			76817	17.
18.	Allowable Tier 2 capital (lesser of item 11 or 17).....	8275			0	18.
19.	Tier 3 capital allocated for market risk					
		1395			0	19.
20.	LESS: Deductions for total risk-based capital.....	B595			0	20.
21.	Total risk-based capital (sum of items 11, 18, and 19, less item 20).....	3792			-22315	21.
Total assets for leverage ratio		bhct				
22.	Average total assets (from Schedule HC-K, item 5)	3368			1752808	22.
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above) ...	B590			0	23.
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)					
		B591			0	24.
25.	LESS: Disallowed deferred tax assets (from item 9.b above).....	5610			0	25.
		BHCK				
26.	LESS: Other deductions from assets for leverage capital purposes.....	B596			0	26.
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224			1752808	27.
28.–30. Not applicable						

Capital ratios

Capital ratios	BHCK	Percentage	
31. Tier 1 leverage ratio (item 11 divided by item 27)	7204	-1.27	31.
32. Tier 1 risk-based capital ratio (item 11 divided by item 62)	7206	-1.53	32.
33. Total risk-based capital ratio (item 21 divided by item 62)	7205	-1.53	33.

1. Report amount included in Schedule HC, item 26.b, "Accumulated other comprehensive income."
2. Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, trust preferred securities issued by consolidated special purpose entities, **and Class B and Class C noncontrolling (minority) interests** that qualify as Tier 1 capital.

Schedule HC-R—Continued

Bank holding companies are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule HC-R, each bank holding company should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank holding company can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

															C000			◀	

Schedule HC-R—Continued

	(Column A) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount ¹			(Column C)	(Column D)	(Column E)	(Column F)													
								Allocation by Risk Weight Category																
								0%			20%			50%			100%							
Dollar Amounts in Thousands																								
Derivatives and Off-Balance Sheet Items	BHCK B546			1.00 or 12.5 ²	BHCE			BHC0			BHC2			BHC5			BHC9							
44. Financial standby letters of credit.....	1835				1835			0			0			0			1835			44.				
45. Performance standby letters of credit	bhct 6570																							
	0			.50			0			0			0			0			45.					
46. Commercial and similar letters of credit	bhct 3411																							
	0			.20			0			0			0			0			46.					
47. Risk participations in bankers accep- tances acquired by the reporting institution.....																								
	BHCK 3429																							
	0			1.00			0			0			0			0			47.					
	bhct 3433																							
48. Securities lent.....	0			1.00			0			0			0			0			48.					
49. Retained recourse on small business obligations sold with recourse	bhct A250																							
	0			1.00			0			0			0			0			49.					
50. Recourse and direct credit substitutes (other than nancial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement.....																								
	BHCK B541																							
	0			12.5 ³			0									0			50.					
51. All other nancial assets sold with recourse	BHCK B675																							
	0			1.00			0			0			0			0			51.					
52. All other off-balance sheet liabilities.....	BHCK B681																							
	0			1.00			0			0			0			0			52.					
53. Unused commitments with an original maturity exceeding one year	BHCK 6572																							
	78800			.50			39401			0			0			0			53.					
54. Derivative contracts.....							BHCE A167																	
							69			0			0			69			54.					

1. Column A multiplied by credit conversion factor.

2. For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

3. Or institution-specific factor.

Schedule HC-R—Continued

				(Column C)	(Column D)	(Column E)	(Column F)				
				Allocation by Risk Weight Category							
				0%		20%		50%		100%	
Dollar Amounts in Thousands											
Totals											
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54).....				BHCK B696		BHCK B697		BHCK B698		BHCK B699	
				177135		82145		13415		1527188	
56. Risk weight factor.....				x 0%		x 20%		x 50%		x 100%	
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)				BHCK B700		BHCK B701		BHCK B702		BHCK B703	
				0		16429		6708		1527188	
58. Market risk equivalent assets.....										BHCK 1651	
										0	
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)										BHCK B704	
										1550325	
										BHCK A222	
60. LESS: Excess allowance for loan and lease losses.....										89387	
										BHCK 3128	
61. LESS: Allocated transfer risk reserve.....										0	
				BHCK A223							
62. Total risk-weighted assets (item 59 minus items 60 and 61).....										1460938	

Schedule HC-R—Continued

MEMORANDA

RSSD ID: 3124381

FR Y-9C
Page 39

Dollar Amounts in Thousands												BHCK					
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards.....												8764				M.1.	
With a remaining maturity of																	
(Column A) One year or less				(Column B) Over one year through ve years				(Column C) Over ve years									
BHCK				BHCK				BHCK									
3809			0	8766			0	8767			4602				M.2.a.		
3812			0	8769			0	8770			0				M.2.b.		
8771			0	8772			0	8773			0				M.2.c.		
8774			0	8775			0	8776			0				M.2.d.		
8777			0	8778			0	8779			0				M.2.e.		
A000			0	A001			0	A002			0				M.2.f		
g. Credit derivative contracts:																	
(1) Investment grade				C980			0	C981			0	C982			0	M.2.g.(1)	
(2) Subinvestment grade.....				C983			0	C984			0	C985			0	M.2.g.(2)	
3. Preferred stock (including related surplus) eligible for inclusion in Tier 1 capital:												BHCK					
a. Noncumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC)												5479			0	M.3.a.	
b. Not applicable.																	
c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities) (included in Schedule HC, item 27.b)												C498			0	M.3.c.	
d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trust preferred securities) (included in Schedule HC, item 20 or 27.b)												A507			0	M.3.d.	
4. Offsetting debit to the liability (i.e., the contra account) for Employee Stock Ownership Plan (ESOP) debt guaranteed by the reporting bank holding company (included in Schedule HC, item 26.c).....												2771			0	M.4.	
5. Treasury stock (including offsetting debit to the liability for ESOP debt) (included in Schedule HC, item 26.c):																	
a. In the form of perpetual preferred stock.....												5483			0	M.5.a.	
b. In the form of common stock												5484			6684	M.5.b.	
6. Market risk equivalent assets attributable to speci c risk (included in Schedule HC-R, item 58).....												F031			0	M.6.	
7. Not applicable.																	
8. Restricted core capital elements included in Tier 1 capital:																	
a. Qualifying Class B noncontrolling (minority) interest (included in Schedule HC, item 27.b)												G219			0	M.8.a	
b. Qualifying Class C noncontrolling (minority) interest (included in Schedule HC, item 27.b)												G220			0	M.8.b.	
c. Qualifying cumulative perpetual preferred stock (included in Schedule HC, item 27.a)												5990			0	M.8.c.	
d. Qualifying trust preferred securities² (included in Schedule HC, item 19.b)												C502			0	M.8.d.	
9. Goodwill net of any associated deferred tax liability												G221			0	M.9.	
10. Ratio of qualifying restricted core capital elements to total core capital elements less (goodwill net of any associated deferred tax liability)												BHCK	Percentage				
												G222			0.00	%	M.10.

1. Exclude foreign exchange contracts with an original maturity of 14 days or less and all future contracts.

2. Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, and trust preferred securities issued by consolidated special purpose entities, that qualify as Tier 1 capital.

For Federal Reserve Bank Use Only

C.I.

RSSD ID:

3124381

Schedule HC-S—Servicing, Securitization, and Asset Sale Activities

														C000								
														(Column A) 1–4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets		
Dollar Amounts in Thousands																						
Securitization Activities 1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements..... 2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of: a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F) b. Subordinated securities and other residual interests c. Standby letters of credit and other enhancements..... 3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 4. Past due loan amounts included in item 1: a. 30–89 days past due b. 90 days or more past due..... 5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date): a. Charge-offs..... b. Recoveries																						
	BHCK B705			BHCK B706			BHCK B707			BHCK B708			BHCK B709			BHCK B710			BHCK B711			
	0			0			0			0			0			0			0			
	BHCK B712			BHCK B713			BHCK B714			BHCK B715			BHCK B716			BHCK B717			BHCK B718			
	0			0			0			0			0			0						
	BHCK C393			BHCK C394			BHCK C395			BHCK C396			BHCK C397			BHCK C398			BHCK C399			
	0			0			0			0			0			0						
	BHCK C400			BHCK C401			BHCK C402			BHCK C403			BHCK C404			BHCK C405			BHCK C406			
	0			0			0			0			0			0						
	BHCK B726			BHCK B727			BHCK B728			BHCK B729			BHCK B730			BHCK B731			BHCK B732			
	0			0			0			0			0			0						
	BHCK B733			BHCK B734			BHCK B735			BHCK B736			BHCK B737			BHCK B738			BHCK B739			
	0			0			0			0			0			0						
	BHCK B740			BHCK B741			BHCK B742			BHCK B743			BHCK B744			BHCK B745			BHCK B746			
	0			0			0			0			0			0						
	BHCK B747			BHCK B748			BHCK B749			BHCK B750			BHCK B751			BHCK B752			BHCK B753			
	0			0			0			0			0			0						
BHCK B754			BHCK B755			BHCK B756			BHCK B757			BHCK B758			BHCK B759			BHCK B760				
0			0			0			0			0			0							

Schedule HC-S—Continued

RSSD ID: 3124381

FR Y-9C
Page 41

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands								
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in HC-B)		BHCK B761 0	BHCK B762 0			BHCK B763 0		6.a.
b. Loans (included in HC-C)		BHCK B500 0	BHCK B501 0			BHCK B502 0		6.b.
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due		BHCK B764 0	BHCK B765 0			BHCK B766 0		7.a.
b. 90 days or more past due		BHCK B767 0	BHCK B768 0			BHCK B769 0		7.b.
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):								
a. Charge-offs		BHCK B770 0	BHCK B771 0			BHCK B772 0		8.a.
b. Recoveries		BHCK B773 0	BHCK B774 0			BHCK B775 0		8.b.
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements								
	BHCK B776 0	BHCK B777 0	BHCK B778 0	BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures								
	BHCK B783 0	BHCK B784 0	BHCK B785 0	BHCK B786 0	BHCK B787 0	BHCK B788 0	BHCK B789 0	10.
Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized								
	BHCK B790 0	BHCK B791 0	BHCK B792 0	BHCK B793 0	BHCK B794 0	BHCK B795 0	BHCK B796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11								
	BHCK B797 0	BHCK B798 0	BHCK B799 0	BHCK B800 0	BHCK B801 0	BHCK B802 0	BHCK B803 0	12.

Schedule HC-S—Continued

MEMORANDA

Dollar Amounts in Thousands				
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:	BHCK			
a. Outstanding principal balance	A249		0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date	A250		0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				
a. 1–4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804		0	M.2.a.
b. 1–4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805		0	M.2.b.
c. Other financial assets ¹	A591		0	M.2.c.
d. 1–4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)	F699		0	M.2.d.
3. Asset-backed commercial paper conduits:				
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				
(1) Conduits sponsored by the bank, a bank affiliate, or the bank holding company	B806		0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	B807		0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:				
(1) Conduits sponsored by the bank, a bank affiliate, or the bank holding company	B808		0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	B809		0	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) ²	C407		0	M.4.

1. Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.

2. Memorandum item 4 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

Notes to the Balance Sheet—Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below quarterly average information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less.

	Dollar Amount in Thousands	BHBC				
1. Average loans and leases (net of unearned income).....		3516				1.
2. Average earning assets		3402				2.
3. Average total consolidated assets		3368				3.
4. Average equity capital.....		3519				4.

Notes to the Balance Sheet—Other

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

Example

A bank holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the bank holding company's long-term unsecured debt by a material amount. The bank holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK			
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed by bank holding company				
	0000			750

Notes to the Balance Sheet—Other

	TEXT	Dollar Amount in Thousands	BHCK				
1.	5356	BASED ON RECOMMENDATIONS FROM THE FRBS EXAM AS OF 3/31/09, THE NV BANK HAS RECORDED AN ADDL PROVISION OF \$60M, OF WHICH \$23M WAS ALLOCATED TO 3/31/0					
			5356			60000	1.
2.	5357	BASED ON RECOMMENDATIONS FROM THE FRBS EXAM AS OF 3/31/09, THE NV BANK HAS RECORDED AN ADDL CHARGE OFFS OF \$18.6					
			5357			18628	2.
3.	5358						
			5358				3.
4.	5359						
			5359				4.
5.	5360						
			5360				5.
6.	B027						
			B027				6.

Notes to the Balance Sheet—Other, Continued

	TEXT	Dollar Amount in Thousands	BHCK			
7.	B028					
			B028			7.
8.	B029					
			B029			8.
9.	B030					
			B030			9.
10.	B031					
			B031			10.
11.	B032					
			B032			11.
12.	B033					
			B033			12.
13.	B034					
			B034			13.
14.	B035					
			B035			14.
15.	B036					
			B036			15.
16.	B037					
			B037			16.
17.	B038					
			B038			17.
18.	B039					
			B039			18.
19.	B040					
			B040			19.
20.	B041					
			B041			20.